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IDAHO PUBLIC
UTILITIES COMMISSION

Jean L. Kiddoo
Brett P. Ferenchak
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brett.ferenchak@bingham.com

April 9, 2012

Via Overnight Courier

OVS-T-12-02

Ms. Jean D. Jewell, Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, Idaho 83702

**Re: Application of Onvoy, Inc. d/b/a Onvoy Voice services for a
Registration/Certification as a Wholesale Provider of Telecommunications
Services**

Dear Ms. Jewell:

On behalf of Onvoy, Inc. d/b/a Onvoy Voice Services ("Onvoy"), enclosed for filing are an original and three (3) copies of the above-referenced Application. The original copy of the Application is unbound.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
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Bingham McCutchen LLP
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20006-1806

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BEFORE THE
IDAHO PUBLIC UTILITIES COMMISSION

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IDAHO PUBLIC
UTILITIES COMMISSION

Application of)
)
)
Onvoy, Inc.)
d/b/a Onvoy Voice Services)
)
for a Registration/Certification as a Wholesale)
Provider of Telecommunications Services)
_____)

Docket No. OVS-T-12-02

APPLICATION

Onvoy, Inc. d/b/a Onvoy Voice Services (“Onvoy” or “Applicant”), by its undersigned counsel and pursuant to Order No. 32277 issued in Case No. GNR-T-11-01, IDAPA 31.01.01.114 and Title 62 of the *Idaho Code*, hereby applies to the Idaho Public Utilities Commission (“Commission”) for a Registration/Certification as a wholesale provider of telecommunications service in the State of Idaho.

In support of this Application, Onvoy hereby provides the following information:

I. Name, Address and Form of Business (IDAPA 31.01.01.114.01)

Applicant’s legal name is Onvoy, Inc. Applicant does not maintain a place of business in Idaho but may be reached at its principal place of business:

Onvoy, Inc.
300 South Highway 169, Suite 700
Minneapolis, MN 55426-1137
763-230-2036 (Tel)
952-230-4200 (Fax)
www.onvoy.com

Onvoy is a corporation organized under the laws of the State of Minnesota. Copies of Applicant’s Amended and Restated Articles of Incorporation, Certificate of Authority to transact

business as a foreign corporation in Idaho, and Certificate of Assumed Name are attached hereto as Exhibits 1, 2 and 3, respectively.

Applicant's registered agent in Idaho is:

CT Corporation System
1111 West Jefferson, Suite 350
Boise, ID 83702

The principal officers and directors of Applicant are as follows:

Officers:

Dan Caruso, CEO and President
Ken desGarennes, Vice President and CFO
Scott Beer, Vice President, Secretary and General Counsel

Directors:

Daniel P. Caruso
Gillis Cashman
John Siegel
John A. Downer
Michael Choe
Rick Connor

Each of the these persons can be reached at:

400 Centennial Parkway, Suite 200
Louisville, CO 80027
303-381-4664 (Tel)

Onvoy is wholly-owned by Zayo Group Holdings, Inc., a Delaware corporation. A chart of the corporate ownership structure of Onvoy, including Applicant's subsidiaries and affiliates, is provided as Exhibit 4.

II. Contacts for Application

All correspondence and communications regarding this Application should be addressed

to:

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
202-373-6000 (Tel)
202-373-6001 (Fax)
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

with a copy to:

Scott Sawyer, General Counsel
Onvoy, Inc.
300 South Highway 169, Suite 700
Minneapolis, MN 55426-1137
952-230-4660 (Tel)
952-230-4300 (Fax)
scott.sawyer@onvoy.com

III. Tariff and Customer Contact (IDAPA 31.01.01.114.05)

Onvoy's general email address and toll-free number for all informal customer complaints

is:

Onvoy Customer Care
300 South Highway 169, Suite 700
Minneapolis, MN 55426-1137
800-933-1224, option 4 (Toll Free)
952-230-4277 (Fax)
customercare@onvoy.com

Commission informal complaints may be directed to:

Mary T. Buley, Senior Regulatory & Interconnection Manager
Onvoy, Inc.
300 South Highway 169, Suite 700
Minneapolis, MN 55426-1137
952-230-4183 (Tel)
952-230-4200 (Fax)
mary.buley@onvoy.com

Ms. Buley is also responsible for responding to Commission inquiries concerning rates and price lists or tariffs.

Upon registration, general questions from the Commission regarding Applicant should be directed to:

Scott Sawyer, General Counsel
Onvoy, Inc.
300 South Highway 169, Suite 700
Minneapolis, MN 55426-1137
952-230-4660 (Tel)
952-230-4300 (Fax)
scott.sawyer@onvoy.com

III. Interconnection Agreements (IDAPA 31.01.01.114.06)

Onvoy has not yet initiated interconnection negotiations but intends to do so as necessary and upon being granted authority by the Commission. Once Onvoy has conducted negotiations and reached agreements by negotiation or arbitration, copies of the interconnection agreements will be filed with the Commission for its approval.

IV. Compliance with Commission Rules (IDAPA 31.01.01.114.07)

Attached hereto is a sworn verification executed by Applicant stating that the Applicant agrees to comply with all Idaho laws and Commission rules and regulations.

V. Conservation of Telephone Numbers (IDAPA 31.01.01.114.08)

Attached hereto is a sworn verification acknowledging that to the extent Onvoy has telephone number resources in Idaho, Onvoy shall be subject to numbering conservation measures including mandatory one thousand (1,000) block pooling. Onvoy will evaluate their numbering resources and donate to the numbering resource pool unused one thousand (1,000) number blocks and one thousand (1,000) number blocks that have fewer than ten percent (10%) of the telephone numbers assigned. Applicable carriers shall also file the necessary utilization reports with the number administrator and semi-annual report their number resource utilization/forecast (NRUF) data at the one thousand (1,000) block level for each rate center within their service territory.

VI. CONCLUSION

WHEREFORE, Onvoy, Inc. d/b/a Onvoy Voice Services respectfully requests that, pursuant to Order No. 32277 issued in Case No. GNR-T-11-01, IDAPA 31.01.01.114 and Title 62 of the *Idaho Code*, the Idaho Public Utilities Commission issue Onvoy a Registration/Certification as a wholesale provider of telecommunications service in the State of Idaho.

Respectfully submitted,

By: 

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

Counsel for Onvoy, Inc.

Dated: April 9, 2012

LIST OF EXHIBITS

Exhibit 1	Amended and Restated Articles of Incorporation
Exhibit 2	Certificate of Authority to Transact Business
Exhibit 3	Certificate of Assumed Name
Exhibit 4	Corporate Ownership Structure Chart
Verification	

EXHIBIT 1

Amended and Restated Certificate of Incorporation

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ONVOY, INC.**

ARTICLE I

The name of this Corporation is Onvoy, Inc.

ARTICLE II

The address of the registered office of the Corporation in Minnesota is CT Corporation System, Inc., 100 South Fifth Street, Suite 1075, Minneapolis, Minnesota 55402. The name of the registered agent of the corporation at that address is CT Corporation System, Inc.

ARTICLE III

This Corporation is authorized to issue an aggregate total of one thousand (1,000) shares, all of which shall be designated Common Stock, no par value per share.

ARTICLE IV

The name and address of the incorporator of this Corporation are as follows: Scott E. Beer, CII Holdco, Inc., 950 Spruce Street, Suite 1A, Louisville, Colorado 80027.

ARTICLE V

No shareholder of this Corporation shall have any cumulative voting rights.

ARTICLE VI

No shareholder of this Corporation shall have any preemptive rights by virtue of Section 302A.413 of the Minnesota Statutes (or similar provisions of future law) to subscribe for, purchase, or acquire any shares of the Corporation of any class, whether unissued or now or hereafter authorized, or any obligations or other securities convertible into or exchangeable for any such shares.

ARTICLE VII

Any action required or permitted to be taken at a meeting of the Board of Directors of this Corporation not needing approval by the shareholders under Minnesota Statutes, Chapter 302A, may be taken by written action signed, or consented to by authenticated electronic communication, by the number of directors that would be required to take such action at a meeting of the Board of Directors at which all directors were present.

ARTICLE VIII

Any action required or permitted to be taken at a meeting of shareholders of this Corporation may be taken by written action signed, or consented to by authenticated electronic communication, by shareholders having voting power equal to the voting power that would be required to take the same action at a meeting of the shareholders at which all shareholders were present, but in no event may written action be taken by holders of less than a majority of the voting power of all shares entitled to vote on that action.

ARTICLE IX

Unless otherwise provided by the Board of Directors, no shareholder of this Corporation shall be entitled to exercise statutory dissenters' rights under Section 302A.471 of the Minnesota Statutes (or similar provisions of future law) in connection with any amendment to these Articles of Incorporation.

ARTICLE X

Approval of the shareholders of this Corporation shall not be required under Section 302A.405 of the Minnesota Statutes (or similar provisions of future law) in connection with the issuance of shares of a class or series, shares of which are then outstanding, to holders of shares of another class or series.

ARTICLE XI

No director of this Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty by such director as a director; provided, however, that this Article shall not eliminate or limit the liability of a director to the extent provided by applicable law (1) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (3) under Section 302A.559 or 80A.23 of the Minnesota Statutes (or similar provisions of future law), (4) for any transaction from which the director derived an improper personal benefit, or (5) for any act or omission occurring prior to the effective date of this Article. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
NOV -7 2007
Mark Ribic
Secretary of State

EXHIBIT 2

Certificate of Authority to Transact Business

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
ONVOY, INC.**

File Number C 192733

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: November 3, 2011



Ben Yursa
SECRETARY OF STATE

By *Christina*

EXHIBIT 3

Certificate of Assumed Name

FILED EFFECTIVE

227



CERTIFICATE OF ASSUMED BUSINESS NAME

11 NOV -3 AM 11:59
SECRETARY OF STATE
STATE OF IDAHO

Pursuant to Section 53-504, Idaho Code, the undersigned submits for filing a certificate of Assumed Business Name.

Please type or print legibly.
Instructions are included on back of application.

1. The assumed business name which the undersigned use(s) in the transaction of business is:

Orvoy Voica Services

2. The true name(s) and business address(es) of the entity or individual(s) doing business under the assumed business name:

Name

Complete Address

Orvoy, Inc.

300 South Highway 169, Suite 700

C192733

Minneapolis, MN 55426

3. The general type of business transacted under the assumed business name is:

- Retail Trade
- Wholesale Trade
- Services
- Manufacturing
- Finance, Insurance, and Real Estate
- Transportation and Public Utilities
- Construction
- Agriculture
- Mining

Submit Certificate of Assumed Business Name and \$25.00 fee to:

Secretary of State
450 North 4th Street
PO Box 83720
Boise ID 83720-0080
208 334-2301

4. The name and address to which future correspondence should be addressed:

Mary T. Buley

300 South Highway 169, Suite 700

Minneapolis, MN 55426

5. Name and address for this acknowledgment copy is (if other than # 4 above):

Secretary of State use only

Signature: *Kenneth desGaremes*

Printed Name: Kenneth desGaremes

Capacity/Title: CFO

Signature: _____

Printed Name: _____

Capacity/Title: _____

dm:prml Rev 07/2010

IDAHO SECRETARY OF STATE
11/03/2011 05:00
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1 @ 25.00 = 25.00 ASSUM NAME # 2

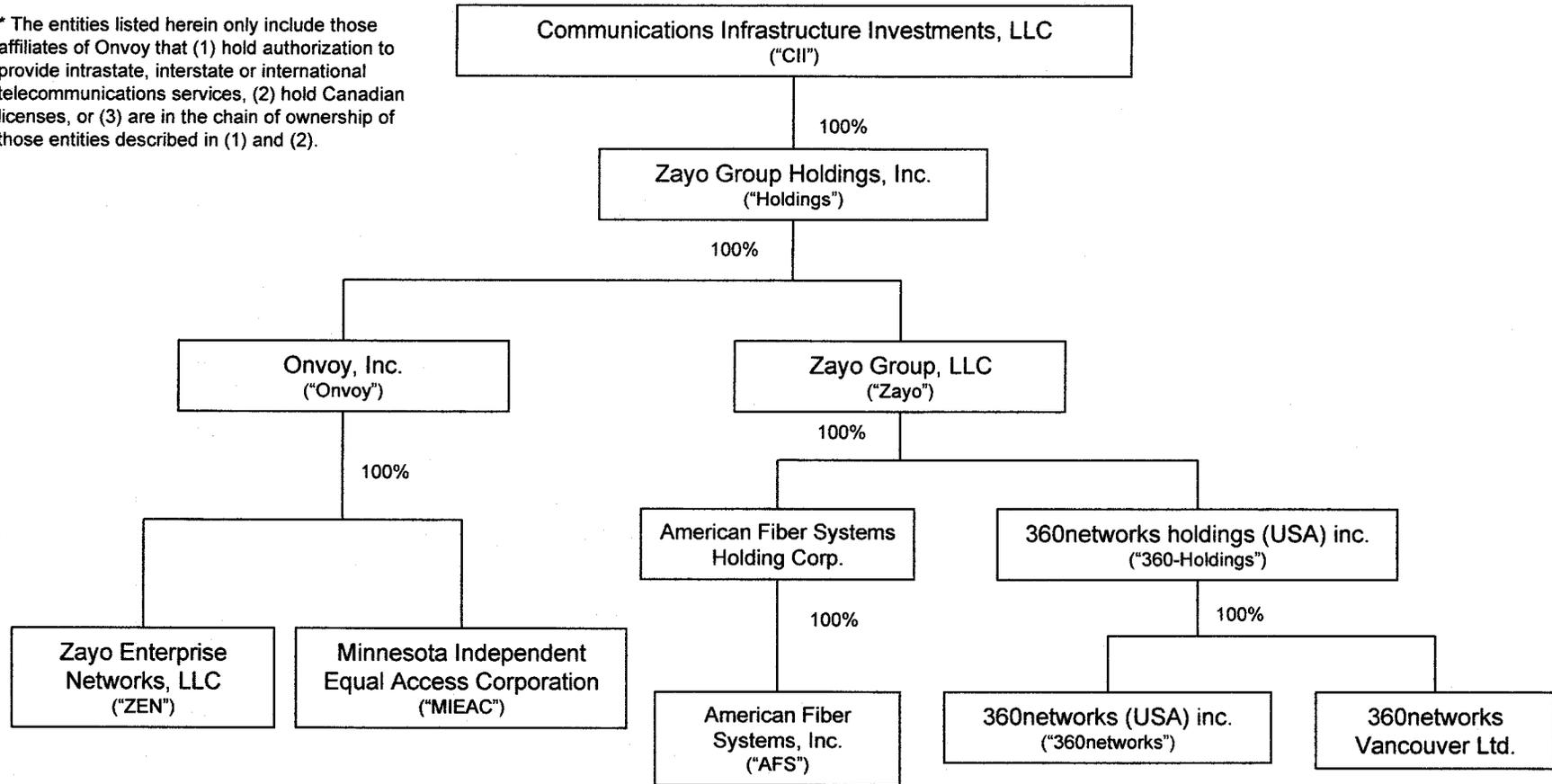
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EXHIBIT 4

Corporate Structure Chart

Corporate Structure of Onvoy, Inc.*

* The entities listed herein only include those affiliates of Onvoy that (1) hold authorization to provide intrastate, interstate or international telecommunications services, (2) hold Canadian licenses, or (3) are in the chain of ownership of those entities described in (1) and (2).

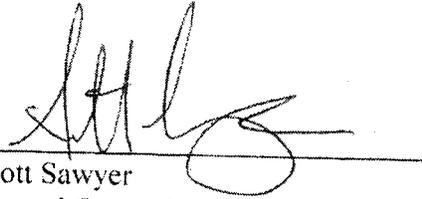


VERIFICATION

Rhode Island 27
STATE OF MINNESOTA
Bristol 27
COUNTY OF HENNEPIN

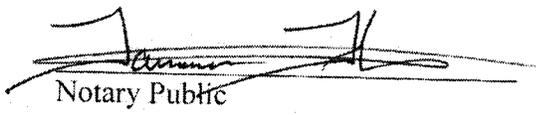
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Barrington

I, Scott Sawyer, state that I am General Counsel of Onvoy, Inc. d/b/a Onvoy Voice Services; that I am authorized to make this Verification; that the foregoing filing was prepared under my direction and supervision; that the Applicant will comply with all Idaho laws and Commission rules and regulations, including rules regarding the conservation of telephone numbers; and that matters set forth in the filing are true and correct to the best of my knowledge, information, and belief.



Scott Sawyer
General Counsel
Onvoy, Inc.

SWORN TO AND SUBSCRIBED before me on the 3rd day of April, 2012.



Notary Public

My commission expires: 9/10/12